

**IN THE UNITED STATES DISTRICT COURT
FOR THE DISTRICT OF DELAWARE (WILMINGTON)**

ROBERT H. AYLOR, JR., On Behalf of Himself x
and All Others Similarly Situated, :

Plaintiff, :

vs. :

XYBERNAUT CORPORATION, EDWARD G. :
NEWMAN, STEVEN A. NEWMAN, M.D., and :
THOMAS D. DAVIS, :

Defendants. :

Case No. 1:05-cv-00222 (SLR)

[Caption continues on next page]

**DECLARATION OF RALPH SIANNI IN SUPPORT OF THE MOTION OF THE
JAMES GROUP FOR CONSOLIDATION, APPOINTMENT AS LEAD PLAINTIFF
AND FOR APPROVAL OF ITS SELECTION OF LEAD COUNSEL**

**MILBERG WEISS BERSHAD
& SCHULMAN LLP**

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--and--

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Plaintiff's Counsel

Dated: June 14, 2005

STULL, STULL & BRODY

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Tzivia Brody
6 East 45th Street
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Telephone: (212) 687-7230

Proposed Lead Counsel

MOSHE TAL, On Behalf of Himself and All
Others Similarly Situated,

Plaintiff,

vs.

XYBERNAUT CORPORATION, EDWARD G.
NEWMAN, STEVEN A. NEWMAN, M.D., and
THOMAS D. DAVIS,

Defendants.

MICHAEL FEHRENBACHER, Individually and
On Behalf of All Others Similarly Situated,

Plaintiff,

vs.

XYBERNAUT CORPORATION, EDWARD G.
NEWMAN, M.D. STEVEN A. NEWMAN and
THOMAS D. DAVIS,

Defendants.

JEFFREY M. JASKOL and STACEY J. JASKOL,
Individually and On Behalf of All Others Similarly
Situated,

Plaintiff,

vs.

XYBERNAUT CORPORATION, EDWARD G.
NEWMAN, STEVEN A. NEWMAN, M.D., and
THOMAS D. DAVIS,

Defendants.

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Case No. 1:05-cv-00242 (SLR)

Case No. 1:05-cv-00256 (SLR)

Case No. 1:05-cv-00268 (SLR)

JOSEPH DANIEL WAUHOP, On Behalf of
Himself and All Others Similarly Situated,

Plaintiff,

vs.

XYBERNAUT CORPORATION, EDWARD G.
NEWMAN, STEVEN A. NEWMAN, M.D.,
THOMAS D. DAVIS, JOHN F. MOYNAHAN
and GRANT THORNTON LLP,

Defendants.

Case No. 1:05-cv-00310 (SLR)

[CHRISTINA W. DONNELLY, JOHN
DONNELLY, JAMES G. WILLIAMSON and
RICHARD W. DEARBORN, Individually and On
Behalf of All Others Similarly Situated,

Plaintiff,

vs.

XYBERNAUT CORPORATION, EDWARD G.
NEWMAN, STEVEN A. NEWMAN, THOMAS
D. DAVIS and BRUCE C. HAYDEN,

Defendants.

Case No. 1:05-cv-00334 (JJF)

CHARLES W. SMITH, Individually and On
Behalf of All Others Similarly Situated,

Plaintiff,

vs.

Case No. 1:05-cv-00354 (SLR)

XYBERNAUT CORPORATION, EDWARD G.
NEWMAN, STEVEN A. NEWMAN, THOMAS
D. DAVIS, BRUCE C. HAYDEN and GRANT
THORNTON LLP,

Defendants.

x

I, Ralph Sianni, under penalties of perjury, hereby declare:

1. I am an associate of the law firm of Milberg Weiss Bershad & Schulman LLP. I submit this declaration in support of the Motion of the James Group For Consolidation, Appointment as Lead Plaintiff, and Approval of Its Selection Of Lead Counsel.

2. Attached hereto as Exhibit A is a true and correct copy of the PSLRA notice published by counsel for plaintiff in the first-filed related action on *PR Newswire* on April 15, 2005.

3. Attached hereto as Exhibit B is a true and accurate copy of the PSLRA certification of each of Kenneth James, La Rocca Pietro, Michael A. Farmakis, David S. Pennington, and Christina Donnelly (collectively, the "James Group" or "Movant").

4. Attached hereto as Exhibit C is a chart analyzing the James Group's financial interest in the litigation.

5. Attached hereto as Exhibit D is the firm resume of Milberg Weiss Bershad & Schulman LLP.

6. Attached hereto as Exhibit E is the firm resume of Stull, Stull & Brody.

Dated: June 14, 2005

/s/ Ralph N. Sianni
Ralph N. Sianni
(DSBA # 4151)